

Volume Two, Section F
FCC Form 703
November 1996

CALL SIGN	CALL SIGN	CALL SIGN	CALL SIGN
WNII727	WNIN925	WNIQ207	WNIT264
WNJB692	WNJM345	WNJR335	WNJW333
WNJZ659	WNJZ663	WNJZ684	WNKI566
WNKP381	WNKP884	WNKR512	WNKX312
WNLC235	WNLC613	WNLG681	WNLG682
WNLH426	WNLH427	WNL1293	WNLR227
WNLR494	WNLU256	WNLU257	WNLW665
WNLW666	WNMB539	WNMH693	WNMI246
WNMK260	WNML206	WNMM477	WNMT515
WNMU865	WNMW786	WNMW811	WNNA694
WNNC439	WNNC446	WNNE410	WNNI343
WNNL707	WNN0664	WNN5867	WNNV498
WNNV499	WNNY412	WNPA595	WNPI603
WNPM600	WNPK583	WNPK589	WNPM594
WNPU960	WNPM715	WNPO867	WNPU607
WNPZ377	WNPX806	WNPX810	WNPX826
WNQB764	WNPZ696	WNPZ852	WNQA306
WNQI587	WNQE996	WNQI264	WNQI551
WNRE332	WNQN249	WNQU660	WNQY508
WNRO479	WNRH629	WNR1855	WNRM636
WNSA590	WNRW221	WNRX720	WNRX829
WNSS686	WNSD383	WNSO231	WNSR402
WNTV838	WNST497	WNST499	WNSZ409
WNUW912	WNTV839	WNUI511	WNUL673
WNVG554	WNUY275	WNUY302	WNVF544
WNVQ756	WNVG885	WNVI690	WNVI691
WNWC823	WNVS354	WNVX599	WNWC822
WNWK856	WNWJ987	WNWK649	WNWK855

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CALL SIGN	CALL SIGN	CALL SIGN	CALL SIGN
WNWS829	WNWK857	WNWN654	WNWQ574
WNWV578	WNWS833	WNWS837	WNWS920
WNWX201	WNWV583	WNWV605	WNWW997
WNWY987	WNWY917	WNWY921	WNWY986
WNWY991	WNWY988	WNWY989	WNWY990
WNXP503	WNXB579	WNXH376	WNXJ479
WNXW220	WNXQ753	WNXV364	WNXV737
WNYG464	WNXY446	WNYB992	WNYE426
WNYS993	WNYM835	WNYM837	WNYM905
WNZP360	WNYY949	WNZC298	WNZM466
WNZY996	WNZQ713	WNZS808	WNZU815
WPAF670	WNZZ517	WPAC890	WPAC974
WPAM987	WPAL420	WPAL421	WPAM365
WPBA678	WPAR825	WPAW302	WPAX655
WPBM651	WPBC315	WPBI657	WPBM567
WPBU763	WPBQ733	WPBQ804	WPBR903
WPBY451	WPBU765	WPBV823	WPBX274
WPCC781	WPCA487	WPCA488	WPCA789
WPCI867	WPCF252	WPCF253	WPCF254
WPGV470	WPGD758	WPGJ341	WPGS426
WPHH655	WPGY607	WPHH647	WPHH651
WPIG941	WPHK584	WPHP660	WPHZ730
WPIS939	WPIG998	WPIK625	WPIK915
WPJH201	WPIV989	WPIW246	WPIW741
WQQ632	WPJH680	WPJM877	WPJQ449

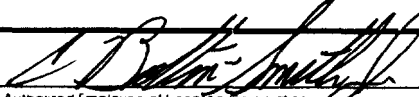
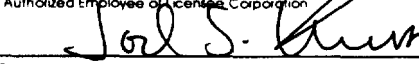
EXHIBIT II
(Certification)

Due to the absence of Applicant from the United States on the date of execution, and as permitted by Section 21.6(d) and Section 1.743(b) of the Commission's Rules, Joel S. Winnik of Hogan & Hartson L.L.P. is signing this Form 703 in his capacity as attorney for BT.

UNITED STATES OF AMERICA
FEDERAL COMMUNICATIONS COMMISSION

FOR
FCC
USE
ONLY

PART I - APPLICATION FOR CONSENT TO TRANSFER CONTROL OF CORPORATION HOLDING STATION LICENSE
(This application must be filed before Transfer of Control takes place)

1.(a) Name of corporate licensee Western Union International, Inc.			
(b) Number and street address 201 Centennial Avenue			
(c) Number and street address continuation			
(d) City Piscataway	(e) State NJ	(f) ZIP Code 08854	
2. Call sign and radio service of each station See Exhibit I			
3.(a) Fee Type Code PATM	(b) Fee Multiple 1	(c) Fee Due \$ 45.00	FOR FCC USE ONLY
4. Name(s) and Address(es) of Transferee British Telecommunications plc BT Centre 81 Newgate Street London EC1A 7AJ England			
5. Subsequent to the Transfer of Control, will the licensee corporation be the same corporate entity? That is, will it retain its present name, corporate charter, State of incorporation, etc.? If "NO", give details on Page 3.			YES X NO
6. Subsequent to the Transfer of Control, will the licensee corporation be a representative of any foreign government? If "YES", give details on Page 3.			X
7. THIS SECTION TO BE ANSWERED ONLY BY LICENSEES OF PUBLIC COAST, AIRPORT CONTROL TOWER, AERONAUTICAL ENROUTE, AERONAUTICAL FIXED, OR COMMON CARRIER ALASKA PUBLIC FIXED STATIONS. SUBSEQUENT TO THE TRANSFER OF CONTROL:			
(a) Will any officer or director of such corporation be an alien? If "YES", see Instruction 4.			YES NO
(b) Will more than 1/5 of the capital stock be either owned of record or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", see instruction 4.			
(c) Will the licensee be directly or indirectly controlled by any other corporation? If "YES", answer items (d) through (h) below.			
(d) What is the name and address of the corporation in immediate control?			
(e) Under the laws of what State or Country is the controlling corporation organized?			
(f) Is more than 1/4 of the capital stock of controlling corporation either owned of record or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", give details on Page 3.			YES NO
(g) Is any officer or more than 1/4 of the directors of the controlling corporation an alien? If "YES", on Page 3 state name, nationality, and position of each, and state the total number of directors, and give a brief biographical statement for each alien.			
(h) Is the controlling corporation in turn controlled by other companies? If "YES", on Page 3, or a separate sheet of paper, provide information for each of these controlling companies covering information requested in items (d) through (h).			
8. By checking "YES", the applicant certifies that, in the case of an individual applicant, he or she is not subject to a denial of federal benefits, that includes FCC benefits, pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 USC, Section 862, or, in the case of a non-individual applicant (e.g. corporation, partnership, or other unincorporated association), no party to the application is subject to a denial of federal benefits, that includes FCC benefits, pursuant to that section. For the definition of a "party" for these purposes, see 47 CFR Section 1.2002(b). <input checked="" type="checkbox"/> YES <input type="checkbox"/> NO Failure to check "YES" may cause dismissal of your application.			
CERTIFICATION: Applicant waives any claim to the use of any particular frequency regardless of prior use by license or otherwise; Applicant will have unlimited access to the radio equipment and will control access to exclude unauthorized persons; Neither applicant nor any member thereof is a foreign government or representative thereof. Applicant certifies that all statements made in this application and attachments are true, complete and made in good faith.			
WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(A)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).			
SIGNATURE  Authorized Employee of Licensee Corporation		DATE 11/27/96	
SIGNATURE  Transferee of Control (Check one)		DATE 11/27/96	
<input type="checkbox"/> Individual <input type="checkbox"/> Partner <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (Specify):		See Exhibit II	

INSTRUCTIONS

1. This form applies only to stations authorized under Parts 5, 80, 87, 90, 94, and 95 of FCC Rules. This application must be filed where the only change is the transfer of control of the corporate licensee. If other changes are to be made or have been made, the appropriate application for modification of license should be filed.
2. Information entered for items 1 and 2 of Part I should be that of the current corporate licensee. If your answer differs, an explanation should be provided.
3. Item 3 must be completed by all applicants EXCEPT Marine Ship and Aviation Aircraft Licensees which are exempt from Transfer of Control fee requirements. All other applicants must complete item 3 as follows:

In item 3(a) enter the three letter Fee Type Code "PAT" if the call sign(s) being transferred is authorized in the Land Mobile, Private Operational Fixed Microwave, Marine Coast, Aviation Ground, or General Mobile Radio Services. If the call sign(s) being transferred is authorized in the Experimental Radio Services (FCC Rules Part 5), enter the three letter Fee Type Code "EAE"

Complete item 3(b) with the Fee Multiple (number of call signs listed in item 2). Complete item 3(c) with the number obtained from multiplying the correct fee by the number in item 3(b). See the current Fee Filing Guide, or contact the FCC at (717) 337-1212 for the correct fee. The amount in item 3(c) is the total filing fee required for your application.
4. The information to be given in items 5, 6, and 7 should be that information which will be true after the Transfer of Control has taken place. If the answer to item 7(a) and (b) is "Yes", do not file this application, as the corporation would not be eligible for a license.
5. You must complete item 8 by checking a block.
6. The application must be signed and dated by an authorized employee of the licensee corporation and by the transferee of the control of the licensee corporation.
7. Complete items 1 and 2 of Part II. If item 1 differs from that of the current corporate licensee, an explanation should be provided.
8. PART 94 applicants must answer the following on a separate sheet of paper:
 - a. Is the transfer a pro forma transfer of control? If yes, provide an explanation.
 - b. Certify that each station involved in the transfer is constructed and operational.

WHERE TO FILE

FEE EXEMPT APPLICATIONS:

Transfer of Control for Marine Ship or
Aviation Aircraft Radio Services

Mail to: Federal Communications Commission
1270 Fairfield Road
Gettysburg, PA 17325-7245

APPLICATIONS REQUIRING A FEE:

Transfer of Control for Land Mobile,
General Mobile, Marine Coast, Aviation
Ground, or Private Operational Fixed
Microwave Radio Services

Mail to: Federal Communications Commission
Transfer of Control
P. O. Box 358310
Pittsburgh, PA 15251-5310

Transfer of Control for Experimental
Radio Service

Mail to: Federal Communications Commission
Experimental Radio Service
P. O. Box 358320
Pittsburgh, PA 15251-5320

Public burden for this collection of information is estimated to be thirty-six minutes per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing the burden to the Federal Communications Commission, Records Management Division, AMD-PIRS, Washington, DC 20554, and to the Office of Management and Budget, Office of Information and Regulatory Affairs, Paperwork Reduction Project (3060-0053), Washington, DC 20503.

NOTICE TO INDIVIDUALS REQUIRED BY PRIVACY ACT OF 1974 AND THE PAPER WORK REDUCTION ACT OF 1980

The solicitation of personal information requested in this form is authorized by the Communications Act of 1934, as amended. The Commission will use the information provided in this form to determine whether grant of this application is in the public interest. In reaching that determination, or for law enforcement purposes, it may become necessary to refer personal information contained in this form to another government agency. In addition, all information provided in this form, as well as the form itself, will be available for public inspection. If information requested on the form is not provided, processing of the application may be delayed or the application may be returned without action pursuant to Commission Rules. The foregoing notice is required by the Privacy Act of 1974, Public Law 93-579, December 31, 1974, 5 U.S.C. Section 552a(e)(3).

DETAILS / ADDITIONAL INFORMATION:

UNITED STATES OF AMERICA
FEDERAL COMMUNICATIONS COMMISSION

PART II - AUTHORIZATION TO HOLD STATION LICENSE(S) AFTER TRANSFER OF CONTROL OF CORPORATION

1. Name and mailing address of corporate licensee

Western Union International, Inc.
201 Centennial Avenue
Piscataway, NJ 08854

2. Call sign and radio service of each station

See Exhibit I

DO NOT WRITE IN THIS BLOCK

CONDITIONS OF GRANT

The corporate licensee is hereby authorized to continue holding the radio station license(s) listed in item 2 on the basis of the representations made in the application for this authorization.

This authorization is granted for the term of the outstanding license(s) for the station(s) listed in item 2.

DATE AUTHORIZED:



**FEDERAL
COMMUNICATIONS
COMMISSION**

**THIS AUTHORIZATION TO BE FILED WITH
CORPORATION'S RADIO STATION RECORDS**

EXHIBIT I
(Question 2)

The call sign of the Private Business Radio Service license held by
Western Union International, Inc. ("WUI") is as follows:

Call Sign:

KB84126



**EXHIBIT II
(Certification)**

Due to the absence of Applicant from the United States on the date of execution, and as permitted by Section 21.6(d) and Section 1.743(b) of the Commission's Rules, Joel S. Winnik of Hogan & Hartson L.L.P. is signing this Form 703 in his capacity as attorney for BT.

UNITED STATES OF AMERICA
FEDERAL COMMUNICATIONS COMMISSION

FOR
FCC
USE
ONLY

PART I - APPLICATION FOR CONSENT TO TRANSFER CONTROL OF CORPORATION HOLDING STATION LICENSE
(This application must be filed before Transfer of Control takes place)

1.(a) Name of corporate licensee MCI Telecommunications Corporation			
(b) Number and street address 1801 Pennsylvania Avenue, N.W.			
(c) Number and street address continuation			
(d) City Washington	(e) State D.C.	(f) ZIP Code 20006	
2. Call sign and radio service of each station <u>See Exhibit I</u>			
3.(a) Fee Type Code PATM	(b) Fee Multiple 2	(c) Fee Due \$0.00	FOR FCC USE ONLY
4. Name(s) and Address(es) of Transferee British Telecommunications plc BT Centre 81 Newgate Street London EC1A 7AJ England			
5. Subsequent to the Transfer of Control, will the licensee corporation be the same corporate entity? That is, will it retain its present name, corporate charter, State of incorporation, etc.? If "NO", give details on Page 3.			YES X NO
6. Subsequent to the Transfer of Control, will the licensee corporation be a representative of any foreign government? If "YES", give details on Page 3.			X
7. THIS SECTION TO BE ANSWERED ONLY BY LICENSEES OF PUBLIC COAST, AIRPORT CONTROL TOWER, AERONAUTICAL ENROUTE, AERONAUTICAL FIXED, OR COMMON CARRIER ALASKA PUBLIC FIXED STATIONS. SUBSEQUENT TO THE TRANSFER OF CONTROL:			
(a) Will any officer or director of such corporation be an alien? If "YES", see Instruction 4.			YES NO
(b) Will more than 1/5 of the capital stock be either owned of record or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", see Instruction 4.			
(c) Will the licensee be directly or indirectly controlled by any other corporation? If "YES", answer Items (d) through (h) below.			
(d) What is the name and address of the corporation in immediate control?			
(e) Under the laws of what State or Country is the controlling corporation organized?			
(f) Is more than 1/4 of the capital stock of controlling corporation either owned of record or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", give details on Page 3.			YES NO
(g) Is any officer or more than 1/4 of the directors of the controlling corporation an alien? If "YES", on Page 3 state name, nationality, and position of each, and state the total number of directors, and give a brief biographical statement for each alien.			
(h) Is the controlling corporation in turn controlled by other companies? If "YES", on Page 3, or a separate sheet of paper, provide information for each of these controlling companies covering information requested in Items (d) through (h).			
8. By checking "YES", the applicant certifies that, in the case of an individual applicant, he or she is not subject to a denial of federal benefits, that includes FCC benefits, pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 USC, Section 862, or, in the case of a non-individual applicant (e.g. corporation, partnership, or other unincorporated association), no party to the application is subject to a denial of federal benefits, that includes FCC benefits, pursuant to that section. For the definition of a "party" for these purposes, see 47 CFR Section 1.2002(b). <input checked="" type="checkbox"/> YES <input type="checkbox"/> NO Failure to check "YES" may cause dismissal of your application.			
CERTIFICATION: Applicant waives any claim to the use of any particular frequency regardless of prior use by license or otherwise; Applicant will have unlimited access to the radio equipment and will control access to exclude unauthorized persons; Neither applicant nor any member thereof is a foreign government or representative thereof; Applicant certifies that all statements made in this application and attachments are true, complete and made in good faith.			
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SIGNATURE  Authorized Employee of Licensee Corporation		DATE 11/27/96	
SIGNATURE  Transferee of Control (Check one):		DATE 11/27/96	
<input type="checkbox"/> Individual <input type="checkbox"/> Partner <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (Specify):		See Exhibit II	

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5. You must complete item 8 by checking a block.
6. The application must be signed and dated by an authorized employee of the licensee corporation and by the transferee of the control of the licensee corporation.
7. Complete items 1 and 2 of Part II. If item 1 differs from that of the current corporate licensee, an explanation should be provided.
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Aviation Aircraft Radio Services

Mail to: Federal Communications Commission
1270 Fairfield Road
Gettysburg, PA 17325-7245

APPLICATIONS REQUIRING A FEE:

Transfer of Control for Land Mobile,
General Mobile, Marine Coast, Aviation
Ground, or Private Operational Fixed
Microwave Radio Services

Mail to: Federal Communications Commission
Transfer of Control
P. O. Box 358310
Pittsburgh, PA 15251-5310

Transfer of Control for Experimental
Radio Service

Mail to: Federal Communications Commission
Experimental Radio Service
P. O. Box 358320
Pittsburgh, PA 15251-5320

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1. Name and mailing address of corporate licensee

MCI Telecommunications Corporation
1801 Pennsylvania Avenue, N.W.
Washington, D.C. 20006

2. Call sign and radio service of each station

See Exhibit I

DO NOT WRITE IN THIS BLOCK

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**FEDERAL
COMMUNICATIONS
COMMISSION**

**THIS AUTHORIZATION TO BE FILED WITH
CORPORATION'S RADIO STATION RECORDS**

EXHIBIT I
(Question 2)

The call signs of Private Business Radio Service licenses held by MCI
Telecommunications Corporation ("MCIT") are as follows:

Call Sign:

KNNK969
WPIN200

**EXHIBIT II
(Certification)**

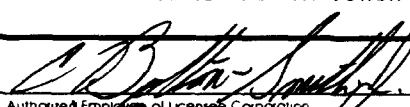
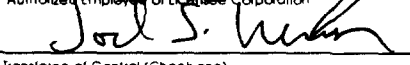
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Approved by OMB
3060-0053
Expires 10/31/96
See reverse for public
burden estimate.

UNITED STATES OF AMERICA
FEDERAL COMMUNICATIONS COMMISSION

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(b) Will more than 1/5 of the capital stock be either owned of record or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", see Instruction 4.			
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(g) Is any officer or more than 1/4 of the directors of the controlling corporation an alien? If "YES", on Page 3 state name, nationality, and position of each, and state the total number of directors, and give a brief biographical statement for each alien.			
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INSTRUCTIONS

1. This form applies only to stations authorized under Parts 5, 80, 87, 90, 94, and 95 of FCC Rules. This application must be filed where the only change is the transfer of control of the corporate licensee. If other changes are to be made or have been made, the appropriate application for modification of license should be filed.
2. Information entered for items 1 and 2 of Part I should be that of the current corporate licensee. If your answer differs, an explanation should be provided.
3. Item 3 must be completed by all applicants EXCEPT Marine Ship and Aviation Aircraft Licensees which are exempt from Transfer of Control fee requirements. All other applicants must complete item 3 as follows:

In item 3(a) enter the three letter Fee Type Code "PAT" if the call sign(s) being transferred is authorized in the Land Mobile, Private Operational Fixed Microwave, Marine Coast, Aviation Ground, or General Mobile Radio Services. If the call sign(s) being transferred is authorized in the Experimental Radio Services (FCC Rules Part 5), enter the three letter Fee Type Code "EAE"

Complete item 3(b) with the Fee Multiple (number of call signs listed in item 2). Complete item 3(c) with the number obtained from multiplying the correct fee by the number in item 3(b). See the current Fee Filing Guide, or contact the FCC at (717) 337-1212 for the correct fee. The amount in item 3(c) is the total filing fee required for your application.
4. The information to be given in items 5, 6, and 7 should be that information which will be true after the Transfer of Control has taken place. If the answer to item 7(a) and (b) is "Yes", do not file this application, as the corporation would not be eligible for a license.
5. You must complete item 8 by checking a block.
6. The application must be signed and dated by an authorized employee of the licensee corporation and by the transferee of the control of the licensee corporation.
7. Complete items 1 and 2 of Part II. If item 1 differs from that of the current corporate licensee, an explanation should be provided.
8. PART 94 applicants must answer the following on a separate sheet of paper:
 - a. Is the transfer a pro forma transfer of control? If yes, provide an explanation.
 - b. Certify that each station involved in the transfer is constructed and operational.

WHERE TO FILE

FEE EXEMPT APPLICATIONS:

Transfer of Control for Marine Ship or
Aviation Aircraft Radio Services

Mail to: Federal Communications Commission
1270 Fairfield Road
Gettysburg, PA 17325-7245

APPLICATIONS REQUIRING A FEE:

Transfer of Control for Land Mobile,
General Mobile, Marine Coast, Aviation
Ground, or Private Operational Fixed
Microwave Radio Services

Mail to: Federal Communications Commission
Transfer of Control
P. O. Box 358310
Pittsburgh, PA 15251-5310

Transfer of Control for Experimental
Radio Service

Mail to: Federal Communications Commission
Experimental Radio Service
P. O. Box 358320
Pittsburgh, PA 15251-5320

Public burden for this collection of information is estimated to be thirty-six minutes per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing the burden to the Federal Communications Commission, Records Management Division, AMD-PIRS, Washington, DC 20554, and to the Office of Management and Budget, Office of Information and Regulatory Affairs, Paperwork Reduction Project (3060-0053), Washington, DC 20503.

NOTICE TO INDIVIDUALS REQUIRED BY PRIVACY ACT OF 1974 AND THE PAPER WORK REDUCTION ACT OF 1980

The solicitation of personal information requested in this form is authorized by the Communications Act of 1934, as amended. The Commission will use the information provided in this form to determine whether grant of this application is in the public interest. In reaching that determination, or for law enforcement purposes, it may become necessary to refer personal information contained in this form to another government agency. In addition, all information provided in this form, as well as the form itself, will be available for public inspection. If information requested on the form is not provided, processing of the application may be delayed or the application may be returned without action pursuant to Commission Rules. The foregoing notice is required by the Privacy Act of 1974, Public Law 93-579, December 31, 1974, 5 U.S.C. Section 552a(e)(3).

DETAILS / ADDITIONAL INFORMATION:

UNITED STATES OF AMERICA
FEDERAL COMMUNICATIONS COMMISSION

PART II - AUTHORIZATION TO HOLD STATION LICENSE(S) AFTER TRANSFER OF CONTROL OF CORPORATION

1. Name and mailing address of corporate licensee

MCI Transcon Corporation
1801 Pennsylvania Avenue, N.W.
Washington, D.C. 20006

2. Call sign and radio service of each station

See Exhibit I

DO NOT WRITE IN THIS BLOCK

CONDITIONS OF GRANT

The corporate licensee is hereby authorized to continue holding the radio station license(s) listed in item 2 on the basis of the representations made in the application for this authorization.

This authorization is granted for the term of the outstanding license(s) for the station(s) listed in item 2.

DATE AUTHORIZED:



**FEDERAL
COMMUNICATIONS
COMMISSION**

**THIS AUTHORIZATION TO BE FILED WITH
CORPORATION'S RADIO STATION RECORDS**

EXHIBIT I
(Question 2)

The call signs of Private Aircraft Station licenses held by MCI
Transcon Corporation are as follows:

Call Sign:

N332MC
N334MC
N335MC
N337MC

**EXHIBIT II
(Certification)**

Due to the absence of Applicant from the United States on the date of execution, and as permitted by Section 21.6(d) and Section 1.743(b) of the Commission's Rules, Joel S. Winnik of Hogan & Hartson L.L.P. is signing this Form 703 in his capacity as attorney for BT.

FCC 490

FEDERAL COMMUNICATIONS COMMISSION

Approved by OMB
3060-0319
Expires 10/31/97
Est. Avg. Burden Hours
Per Response: 3 HrsFCC Use Only
(File Number)Application for Assignment of Authorization
or Consent to Transfer of Control of LicenseeCommercial Mobile Radio Services
Rural Radiotelephone Service

FCC Use Only

FILING FEE

(a) Fee Type Code	(b) Fee Multiple	(c) Fee Due for Fee Type Code in (a)	(d) Total Amount Due	FCC Use Only
CMD	1	\$280.00	\$ 280.00	

ASSIGNOR OR TRANSFEROR

T1. Name of Assignor or Transferor MCI Communications Corporation		T2. Voice Telephone Number (202) 872-1600	
T3. Assumed Name Used for Doing Business (if any)		T4. Fax Telephone Number (202) 887-3175	
T5. Mailing Street Address or P.O. Box 1801 Pennsylvania Avenue, N.W.			
T6. City Washington		T7. State DC	T8. Zip Code 20006

T9. Name of Contact Representative (if other than Assignor or Transferor) Larry Blosser		T10. Voice Telephone Number (202) 887-2727	
T11. Firm or Company Name MCI Telecommunications Corporation		T12. Fax Telephone Number (202) 887-3175	
T13. Mailing Street Address or P.O. Box 1801 Pennsylvania Avenue, N.W.			
T14. City Washington		T15. State DC	T16. Zip Code 20006

TYPE OF TRANSACTION

T17. This application requests (T) <u>Assignment of authorization</u> Consent to <u>Transfer of Control of Licensee</u>
T18. How will assignment or transfer of control be accomplished? (S) <u>Sale or other transfer or assignment of stock</u> <u>Other</u>
T19. This assignment of authorization or transfer of control of licensee is (V) <u>Voluntary</u> <u>Involuntary</u>
T20. Will this be a <u>pro forma</u> assignment or transfer of control? (N) <u>Yes</u> <u>No</u>
T21. Is local or state authorization required for this assignment or transfer of control? (N) <u>Yes</u> <u>No</u>

AUTHORIZATION(S) TO BE ASSIGNED OR TRANSFERRED

[illegible]

ASSIGNMENT OF STOCK

Stock	Number of Shares	Classification
Shares to be transferred	T27. <u>See Exhibit I</u>	T28.
Shares issued and outstanding	T29.	T30.
Shares authorized	T31.	T32.

ASSIGNEE OR TRANSFEREE

T33. Name of Assignee or Transferee British Telecommunications plc		T34. Voice Telephone Number 44 (0171) 356-5000	
T35. Assumed Name Used for Doing Business (if any)		T36. Fax Telephone Number 44 (0171) 356-6135	
T37. Mailing Street Address or P.O. Box BT Centre, 81 Newgate Street			
T38. City London EC1A 7AJ England		T39. State	T40. Zip Code

NEW LICENSEE INFORMATION

T41. Legal Name of Licensee In-Flight Phone Corporation		T42. Voice Telephone Number (202) 659-2044	
T43. Assumed Name Used for Doing Business (if any)		T44. Fax Telephone Number (202) 659-1931	
T45. Mailing Street Address or P.O. Box 1146 19th Street, N.W. Suite 200			
T46. City Washington		T47. State DC	T48. Zip Code 20036

ALIEN OWNERSHIP

T49. Is the assignee or transferee a foreign government or the representative of any foreign government?	(N) Yes <u>No</u>
T50. Is the assignee or transferee an alien or the representative of an alien?	(N) Yes <u>No</u>
T51. Is the assignee or transferee a corporation organized under the laws of any foreign government?	See Exhibit II () Yes <u>No</u>
T52. Is the assignee or transferee a corporation of which any officer or director is an alien or of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	() Yes <u>No</u> See Exhibit II
T53. Is the assignee or transferee a corporation directly or indirectly controlled by any other corporation of which any officer or more than one-fourth of the directors are aliens, or of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country?	() Yes <u>No</u> See Exhibit II

* If "yes", attach exhibit explaining nature and extent of alien or foreign ownership or control.